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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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Greystone CDE, LLC, Docket No. 07 civ. 8377 (RPP)

Plaintiff,

- against -

Sante Fe Pointe, L.P.,
Sante Fe Pointe Management, LLC,
Rant LLC, and
Theotis F. Oliphant,

Defendants.

**DECLARATION IN SUPPORT
OF MOTION FOR ENTRY OF
DEFAULT JUDGMENT; IN THE
ALTERNATIVE TO STRIKE
DEFENDANTS' PERSONAL
JURISDICTION DEFENSE**

-----X

I, Stephen M. Harnik, under penalty of perjury as prescribed in 28 U.S.C. § 1746, hereby declare as follows:

1. I am a member of the bar of the State of New York and of this Court, and make this Declaration in support of the motion of the plaintiff, Greystone CDE, LLC pursuant to Rules 12(h), 26(b) and 55(b)(2) of the Federal Rules of Civil Procedure, for entry of a default judgment; in the alternative to strike defendants' personal jurisdiction defense; and for such other and further relief as the Court deems just and

proper under the circumstances.

EXHIBITS

Annexed as exhibits hereto are true copies of the following:

Exhibit A: First Amended Complaint dated October 5, 2007 (New York action);

Exhibit B: Plaintiffs' [Sante Fe parties] Reply to Defendants' [Greystone parties] Opposition to Cross-motion (and Response to Defendants' Reply re Motion to Delay Case Management Conference dated December 20, 2007, (California action).

Exhibit C: Declaration of Theotis F. Oliphant, Esq. in Opposition to Defendants' Motion to Transfer Case to Southern District of New York dated Nov. 30, 2007 (without exhibits) (California action);

Exhibit D: Declaration of Matthew James dated December 14, 2007 without exhibits (California action).

Exhibit E: Defendants' December 4, 2006 proposal for \$500,000 full recourse obligation.

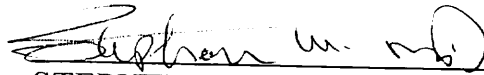
Exhibit F: Theotis Oliphant's *c.v.* which the undersigned accessed

on or about January 22, 2008, at <http://www.innovative-realty.net/about.php> and printed herewith.

Exhibit G: Opinion Letter of Gibbs & Oliphant LLP dated December
December 26, 2006.

Exhibit H: Scheduling Order dated December 11, 2007, filed
December 13, 2007.

Dated: New York, New York
January 22, 2008


STEPHEN M. HARNIK (SH 9889)